

B7 (Official Form 7) (04/10)

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re: **James D. Noteware**Case No. **10-41451**

(if known)  
United States District Court  
Southern District of Texas  
FILED

**STATEMENT OF FINANCIAL AFFAIRS**

DEC 30 2010

**1. Income from employment or operation of business**

None



State the gross amount of income the debtor has received from employment, trade, or profession, or from operation of the debtor's business, including part-time activities either as an employee or in independent trade or business, from the beginning of this calendar year to the date this case was commenced. State also the gross amounts received during the two years immediately preceding this calendar year. (A debtor that maintains, or has maintained, financial records on the basis of a fiscal rather than a calendar year may report fiscal year income. Identify the beginning and ending dates of the debtor's fiscal year.) If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income of both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

AMOUNT	SOURCE
\$0.00	2009 - \$0
\$127,440.00	2010 - YTD

**2. Income other than from employment or operation of business**

None



State the amount of income received by the debtor other than from employment, trade, profession, or operation of the debtor's business during the two years immediately preceding the commencement of this case. Give particulars. If a joint petition is filed, state income for each spouse separately. (Married debtors filing under chapter 12 or chapter 13 must state income for each spouse whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**3. Payments to creditors***Complete a. or b., as appropriate, and c.*

None



a. Individual or joint debtor(s) with primarily consumer debts: List all payments on loans, installment purchases of goods or services, and other debts to any creditor made within 90 days immediately preceding the commencement of this case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$600. Indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None



b. Debtor whose debts are not primarily consumer debts: List each payment or other transfer to any creditor made within 90 days immediately preceding the commencement of the case unless the aggregate value of all property that constitutes or is affected by such transfer is less than \$5,850\*. If the debtor is an individual, indicate with an asterisk (\*) any payments that were made to a creditor on account of a domestic support obligation or as part of an alternative repayment schedule under a plan by an approved nonprofit budgeting and credit counseling agency. (Married debtors filing under chapter 12 or chapter 13 must include payments and other transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

\* Amount subject to adjustment on 4/01/13, and every three years thereafter with respect to cases commenced on or after the date of adjustment.

NAME AND ADDRESS OF CREDITOR	DATES OF PAYMENTS/ TRANSFERS	AMOUNT PAID OR VALUE OF TRANSFERS	AMOUNT STILL OWING
Bank of America Home Loans CA6-919-01-41 PO Box 5170 Simi Valley, CA 93062-5170	\$2,810/mo payment	\$8,430.00	\$510,000.00

Warren Noteware's San Francisco property.

Paid by Noteware Development LLC, on behalf of  
Noteware Development LLC and James  
Noteware.

Law Offices of Matthew Hoffman, p.c. 2777 Allen Parkway, Suite 1000	12/16/2010 - \$6,640.50	\$14,011.10	\$0.00
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B7 (Official Form 7) (04/10) - Cont.

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re: **James D. Noteware**

Case No. **10-41451**  
(if known)

**STATEMENT OF FINANCIAL AFFAIRS**

*Continuation Sheet No. 1*

Houston, TX 77019

**10/18/2010 -**  
**Paid by Noteware Development LLC, on behalf of \$4,719.01**  
**Noteware Development LLC and James**  
**Noteware.**  
**9/20/2010 -**  
**\$2,651.59**

**Eric Rimes** **11/12/2010** **\$10,000.00** **\$12,000.00**  
**c/o Maureen E. McFadden**  
**Law Offices of Maureen E. McFadden**  
**405 Fourteenth Street, Suite 915**  
**Oakland, CA 94612-2706**

**Paid by Noteware Development LLC, on behalf of**  
**Noteware Development LLC and James**  
**Noteware.**

None



c. All debtors: List all payments made within one year immediately preceding the commencement of this case to or for the benefit of creditors who are or were insiders. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**4. Suits and administrative proceedings, executions, garnishments and attachments**

None



a. List all suits and administrative proceedings to which the debtor is or was a party within one year immediately preceding the filing of this bankruptcy case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

CAPTION OF SUIT AND CASE NUMBER	NATURE OF PROCEEDING	COURT OR AGENCY AND LOCATION	STATUS OR DISPOSITION
<b>Amegy Bank N.A. vs. James D. Noteware; Case No. 2010-13905</b>	<b>Breach of Contract</b>	<b>334th Judicial District Court of Harris County, Texas</b>	<b>Judgment entered on 5/14/2010</b>
<b>Encore Bank vs. James D. Noteware; Case No. 2010-15900</b>	<b>Note</b>	<b>234th Judicial District Court of Harris County, Texas</b>	<b>Judgment entered on 6/14/2010</b>
<b>K&amp;S North Titusville LLC vs. James Noteware; Case No. 2010-30700-7</b>	<b>Enforcement of Foreign Judgment (in Cause No. 09 CIVIL 9667 (DAB) in the U.S. District Court, Southern District of N.Y.)</b>	<b>80th Judicial District Court of Harris County, Texas</b>	<b>Judgment entered on 5/17/2010</b>
<b>Rimes v. Noteware Development LLC, et al.; Case No. 3:09-cv-00281-EMC</b>	<b>Breach of Contract</b>	<b>In the U.S. District Court, Northern District of California, San Francisco Division</b>	<b>Partial Funding of Settlement (Paid \$10,000 (on 11/12/10) of \$22,000)</b>

None



b. Describe all property that has been attached, garnished or seized under any legal or equitable process within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

B7 (Official Form 7) (04/10) - Cont.

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re: **James D. Noteware**

Case No. **10-41451**  
(if known)

**STATEMENT OF FINANCIAL AFFAIRS**

*Continuation Sheet No. 2*

**5. Repossessions, foreclosures and returns**

None



List all property that has been repossessed by a creditor, sold at a foreclosure sale, transferred through a deed in lieu of foreclosure or returned to the seller, within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**6. Assignments and receiverships**

None



a. Describe any assignment of property for the benefit of creditors made within 120 days immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include any assignment by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

None



b. List all property which has been in the hands of a custodian, receiver, or court-appointed official within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning property of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**7. Gifts**

None



List all gifts or charitable contributions made within one year immediately preceding the commencement of this case except ordinary and usual gifts to family members aggregating less than \$200 in value per individual family member and charitable contributions aggregating less than \$100 per recipient. (Married debtors filing under chapter 12 or chapter 13 must include gifts or contributions by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**8. Losses**

None



List all losses from fire, theft, other casualty or gambling within one year immediately preceding the commencement of this case or since the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include losses by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

DESCRIPTION AND VALUE OF PROPERTY	DESCRIPTION OF CIRCUMSTANCES AND, IF LOSS WAS COVERED IN WHOLE OR IN PART BY INSURANCE, GIVE PARTICULARS	DATE OF LOSS
Briefcase (with several working files) and two laptops, no more than \$400 (each computer over 4 years old; briefcase more than 20 years old).	Burglary on 9/7/2010.	9/7/2010

**9. Payments related to debt counseling or bankruptcy**

None



List all payments made or property transferred by or on behalf of the debtor to any persons, including attorneys, for consultation concerning debt consolidation, relief under the bankruptcy law or preparation of a petition in bankruptcy within one year immediately preceding the commencement of this case.

NAME AND ADDRESS OF PAYEE	DATE OF PAYMENT, NAME OF PAYER IF OTHER THAN DEBTOR	AMOUNT OF MONEY OR DESCRIPTION AND VALUE OF PROPERTY
Money Management International 14141 Southwest Freeway, Suite 1000 Sugar Land, TX 77478	12/16/2010	\$50 - Bankruptcy credit counseling course
Law Offices of Matthew Hoffman, p.c. 2777 Allen Parkway, Suite 1000 Houston, TX 77019	1/16/2010	\$2,701.00 - Ch. 7 Retainer \$299.00 - Filing Fee

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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

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Case No. **10-41451**  
(if known)

**STATEMENT OF FINANCIAL AFFAIRS**

*Continuation Sheet No. 3*

12/16/2010	\$6,640.50 - Workout
10/18/2010	\$4,719.01 - Workout
9/20/2010	\$2,651.59 - Workout
8/16/2010	\$5,000.00 - Workout
7/16/2010	\$4,232.00 - Workout
7/1/2010	\$1,500.00 - Workout
6/10/2010	\$2,072.00 - Workout
5/20/2010	\$3,322.46 - Workout
5/3/2010	\$3,507.95 - Workout
4/21/2010	\$3,650.00 - Workout
3/15/2010	\$5,000.00 - Workout
1/14/2010	\$5,000.00 - Workout

**10. Other transfers**

None



a. List all other property, other than property transferred in the ordinary course of the business or financial affairs of the debtor, transferred either absolutely or as security within two years immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include transfers by either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**NAME AND ADDRESS OF TRANSFEREE,  
RELATIONSHIP TO DEBTOR**

**DATE**

**DESCRIBE PROPERTY TRANSFERRED  
AND VALUE RECEIVED**

Eric Rimes (Plaintiff in lawsuit against Debtor)  
c/o Maureen E. McFadden  
Law Offices of Maureen E. McFadden  
405 Fourteenth Street, Suite 915  
Oakland, CA 94612-2706

11/12/2010

\$10,000 as partial funding of  
(\$22,000) settlement with Plaintiff  
(Case No. 3:09-cv-00281-EMC; Rimes  
v. Noteware Development LLC, et al.;  
In the U.S. District Court, Northern  
District of California, San Francisco  
Division)

Citicorp USA, Inc.  
399 Park Avenue  
New York, NY 10022

6/22/2010

Partnership interests in real estate  
development project in San  
Francisco, CA

GS Jamestown Member LLC  
c/o The Corporation Trust Company  
Corporation Trust Center  
1209 Orange Street  
Wilmington, DE 19801

Sylvia Maud  
5402 Fieldwood Drive  
Houston, TX 77056

6/1/2010

By Partition or Exchange Agreement,  
the rental or lease deposits, rental or  
lease income, service contracts, and  
utility deposits relating to the  
Fieldwood Homestead.

Relationship to Debtor: Wife.

B7 (Official Form 7) (04/10) - Cont.

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re: **James D. Noteware**

Case No. **10-41451**  
(if known)

**STATEMENT OF FINANCIAL AFFAIRS**

*Continuation Sheet No. 4*

<b>Reuben and Junius, LLP (Plaintiff in lawsuit against Debtor)</b> One Bush Street, Suite 600 San Francisco, CA 94104	<b>9/22/2009</b>	<b>\$2,300 - settlement of lawsuit against Debtor (Reuben &amp; Junius, LLP vs. James Noteware, et al. (Case No. CGC-09-492620); In the San Francisco County Superior Court.</b>
<b>National Bank of Arizona</b> 6001 North 24th Street, Building B Phoenix, AZ 85016	<b>8/6/2009</b>	<b>\$65,000 - settlement on note and guaranty suit in National Bank of Arizona v. Sevilla Associates, et al. (Cause No. CV2008-019449); In the Arizona Superior Court of Maricopa County</b>
<b>Matt Joens</b>	<b>5/15/2009</b>	<b>\$6,000 - settlement of contract liability claim of \$39,000</b>
<b>John Thompson (Plaintiff in lawsuit against Debtor)</b> c/o Gene F. Gardner, Esq. 2214 Shelby Park Drive Katy, TX 77450	<b>2/4/2009</b>	<b>\$16,479.26 to settle lawsuit filed by John Thompson</b>
<b>Warren Noteware</b> 1615 Sheridan Way Stockton, CA 95207	<b>12/31/2008</b>	<b>By Deed of Trust, the Montana cabin (located at 8921 Golddust Trail, Bozeman, Montana 59715).</b>
<b>Relationship to Debtor: Father.</b>		
<b>SF Third Street Equity Partners, LLC</b> c/o The Corporation Trust Company Corporation Trust Center 1209 Orange Street Wilmington, DE 19801	<b>1/2009</b>	<b>Partnership interests in real estate development project (Third Street) in San Francisco.</b>
<b>GS Third Street Member LLC</b> c/o The Corporation Trust Company Corporation Trust Center 1209 Orange Street Wilmington, DE 19801		<b>Debtor's businesses (Noteware Third Street Member, LLC and Noteware Development, LLC) received \$900,000 (in 1/2009) and \$100,000 (in 1/2010) and was distributed, as follows:</b> <ul style="list-style-type: none"> <li>- \$50,000 to reimburse for expenses incurred in connection with Third Street real estate development;</li> <li>- \$50,000 for expected future expense reimbursement incurred in connection with Third Street real estate development;</li> <li>- \$800,000 distributed to Noteware Third Street Member, LLC's three partners, as follows:               <ul style="list-style-type: none"> <li>- 56% (\$350,000) to James Noteware</li> <li>- 36% (\$288,000) to HFBE firm</li> <li>- 11% (\$88,000) to JPP Carroll</li> </ul> </li> </ul>
		<b>- \$100,000 distributed, as follows:</b> <ul style="list-style-type: none"> <li>- \$55,000 to James Noteware for the</li> </ul>

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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
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In re: **James D. Noteware**

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(if known)

**STATEMENT OF FINANCIAL AFFAIRS**

*Continuation Sheet No. 5*

following:

- \$25,000 living expenses (father's mortgage/Montana mortgage);  
- \$15,000 miscellaneous (e.g., Mesa Verde - \$7,500 funds reimbursement);  
- \$13,000 legal fees in Eric Rimes lawsuit;

b. List all property transferred by the debtor within ten years immediately preceding the commencement of this case to a self-settled trust or similar device of which the debtor is a beneficiary.

None  
☒

**11. Closed financial accounts**

None  
☒ List all financial accounts and instruments held in the name of the debtor or for the benefit of the debtor which were closed, sold, or otherwise transferred within one year immediately preceding the commencement of this case. Include checking, savings, or other financial accounts, certificates of deposit, or other instruments; shares and share accounts held in banks, credit unions, pension funds, cooperatives, associations, brokerage houses and other financial institutions. (Married debtors filing under chapter 12 or chapter 13 must include information concerning accounts or instruments held by or for either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

**12. Safe deposit boxes**

None  
☐ List each safe deposit or other box or depository in which the debtor has or had securities, cash, or other valuables within one year immediately preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include boxes or depositories of either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF BANK OR OTHER DEPOSITORY	NAMES AND ADDRESSES OF THOSE WITH ACCESS TO BOX OR DEPOSITORY	DESCRIPTION OF CONTENTS	DATE OF TRANSFER OR SURRENDER, IF ANY
Amegy Bank 4400 Post Oak Pkwy 2nd Floor Houston, TX 77227	Sylvia Maud 5402 Fieldwood Drive Houston, TX 77056	Birth certificates, etc.	n/a

**13. Setoffs**

None  
☐ List all setoffs made by any creditor, including a bank, against a debt or deposit of the debtor within 90 days preceding the commencement of this case. (Married debtors filing under chapter 12 or chapter 13 must include information concerning either or both spouses whether or not a joint petition is filed, unless the spouses are separated and a joint petition is not filed.)

NAME AND ADDRESS OF CREDITOR	DATE OF SETOFF	AMOUNT OF SETOFF
Bank of America PO Box 15184 Wilmington, DE 19850	6/2/2010	\$7,618.23

**14. Property held for another person**

None  
☒ List all property owned by another person that the debtor holds or controls.

**15. Prior address of debtor**

None  
☒ If the debtor has moved within three years immediately preceding the commencement of this case, list all premises which the debtor occupied during that period and vacated prior to the commencement of this case. If a joint petition is filed, report also any separate address of either spouse.

B7 (Official Form 7) (04/10) - Cont.

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re: **James D. Noteware**Case No. **10-41451**  
(if known)

**STATEMENT OF FINANCIAL AFFAIRS**

*Continuation Sheet No. 6*

**16. Spouses and Former Spouses**

None



If the debtor resides or resided in a community property state, commonwealth, or territory (including Alaska, Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Puerto Rico, Texas, Washington, or Wisconsin) within eight years immediately preceding the commencement of the case, identify the name of the debtor's spouse and of any former spouse who resides or resided with the debtor in the community property state.

**NAME****Sylvia Maud****17. Environmental Information**

For the purpose of this question, the following definitions apply:

"Environmental Law" means any federal, state, or local statute or regulation regulating pollution, contamination, releases of hazardous or toxic substances, wastes or material into the air, land, soil, surface water, groundwater, or other medium, including, but not limited to, statutes or regulations regulating the cleanup of these substances, wastes, or material.

"Site" means any location, facility, or property as defined under any Environmental Law, whether or not presently or formerly owned or operated by the debtor, including, but not limited to, disposal sites.

"Hazardous Material" means anything defined as a hazardous waste, hazardous substance, toxic substance, hazardous material, pollutant, or contaminant or similar term under an Environmental Law.

- None a. List the name and address of every site for which the debtor has received notice in writing by a governmental unit that it may be liable or potentially liable under or in violation of an Environmental Law. Indicate the governmental unit, the date of the notice, and, if known, the Environmental Law:



- None b. List the name and address of every site for which the debtor provided notice to a governmental unit of a release of Hazardous Material. Indicate the governmental unit to which the notice was sent and the date of the notice.



- None c. List all judicial or administrative proceedings, including settlements or orders, under any Environmental Law with respect to which the debtor is or was a party. Indicate the name and address of the governmental unit that is or was a party to the proceeding, and the docket number.





B7 (Official Form 7) (04/10) - Cont.

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re: **James D. Noteware**

Case No. **10-41451**  
(if known)

**STATEMENT OF FINANCIAL AFFAIRS**

*Continuation Sheet No. 7*

**18. Nature, location and name of business**

None



a. If the debtor is an individual, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was an officer, director, partner, or managing executive of a corporation, partner in a partnership, sole proprietor, or was self-employed in a trade, profession, or other activity either full- or part-time within six years immediately preceding the commencement of this case, or in which the debtor owned 5 percent or more of the voting or equity securities within six years immediately preceding the commencement of this case.

If the debtor is a partnership, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities, within six years immediately preceding the commencement of this case.

If the debtor is a corporation, list the names, addresses, taxpayer-identification numbers, nature of the businesses, and beginning and ending dates of all businesses in which the debtor was a partner or owned 5 percent or more of the voting or equity securities within six years immediately preceding the commencement of this case.

**NAME, ADDRESS, AND LAST FOUR DIGITS OF  
SOCIAL-SECURITY OR OTHER INDIVIDUAL  
TAXPAYER-I.D. NO. (ITIN) / COMPLETE EIN**

**NATURE OF BUSINESS****BEGINNING AND ENDING  
DATES**

**Noteware Development LLC  
5402 Fieldwood Drive  
Houston, TX 77056  
(EIN: 20-3365224)**

**Development****8/2005**

**Noteware LLC  
5402 Fieldwood Drive  
Houston, TX 77056  
(EIN: TBD)**

**Development****9/2003**

**Noteware Jamestown Member LLC  
5402 Fieldwood Drive  
Houston, TX 77056  
(EIN: 20-5181649)**

**Investment****8/2006 - in process of  
dissolution**

**Noteware Nevada, LLC  
5402 Fieldwood Drive  
Houston, TX 77056  
(EIN: 20-3354288)**

**Investment****8/2005 - in process of  
dissolution**

**Noteware HFBE Mesa Verde, LLC  
5402 Fieldwood Drive  
Houston, TX 77056  
(EIN: TBD)**

**Investment****8/2005 - in process of  
dissolution**

**Noteware Mesa Verde Investment, LLC  
5402 Fieldwood Drive  
Houston, TX 77056  
(EIN: TBD)**

**Investment****8/2005 - in process of  
dissolution**

**Noteware Affiliated Group, LLC  
5402 Fieldwood Drive  
Houston, TX 77056  
(EIN: TBD)**

**Construction****6/2007 - in process of  
dissolution.**



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**UNITED STATES BANKRUPTCY COURT  
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In re: **James D. Noteware**Case No. **10-41451**  
(if known)**STATEMENT OF FINANCIAL AFFAIRS***Continuation Sheet No. 8*

**Noteware Third Street Member LLC**  
**5402 Fieldwood Drive**  
**Houston, TX 77056**  
**(EIN: 26-2398877)**

**Investment****5/2007 - in process of  
dissolution.**

None



b. Identify any business listed in response to subdivision a., above, that is "single asset real estate" as defined in 11 U.S.C. § 101.

The following questions are to be completed by every debtor that is a corporation or partnership and by any individual debtor who is or has been, within six years immediately preceding the commencement of this case, any of the following: an officer, director, managing executive, or owner of more than 5 percent of the voting or equity securities of a corporation; a partner, other than a limited partner, of a partnership, a sole proprietor, or self-employed in a trade, profession, or other activity, either full- or part-time.

(An individual or joint debtor should complete this portion of the statement only if the debtor is or has been in business, as defined above, within six years immediately preceding the commencement of this case. A debtor who has not been in business within those six years should go directly to the signature page.)

**19. Books, records and financial statements**

None



a. List all bookkeepers and accountants who within two years immediately preceding the filing of this bankruptcy case kept or supervised the keeping of books of account and records of the debtor.

**NAME AND ADDRESS**

**David Donnelly, CPA**  
**Gainer, Donnelly & Desroches, LLP**  
**5847 San Felipe, Suite 1100**  
**Houston, TX 77057-3092**

**DATES SERVICES RENDERED****2009/2010**

None



b. List all firms or individuals who within two years immediately preceding the filing of this bankruptcy case have audited the books of account and records, or prepared a financial statement of the debtor.

None



c. List all firms or individuals who at the time of the commencement of this case were in possession of the books of account and records of the debtor. If any of the books of account and records are not available, explain.

**NAME****David Donnelly, CPA****ADDRESS**

**Gainer, Donnelly & Desroches, LLP**  
**5847 San Felipe, Suite 1100**  
**Houston, TX 77057-3092**

None



d. List all financial institutions, creditors and other parties, including mercantile and trade agencies, to whom a financial statement was issued by the debtor within two years immediately preceding the commencement of this case.

**NAME AND ADDRESS**

**Amegy Bank**  
**4400 Post Oak Parkway**  
**Houston, TX 77027-3421**

**DATE ISSUED****12/31/2009****Encore Bank**

**Two Houston Center, 13th Floor**  
**909 Fannin Street**  
**Houston, Texas 77010**

**12/31/2009**

**National Bank of Arizona**  
**6001 N. 24th Street**  
**Phoenix, AZ 85016**

**12/31/2009**

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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re: **James D. Noteware**

Case No. **10-41451**  
(if known)

**STATEMENT OF FINANCIAL AFFAIRS**

*Continuation Sheet No. 9*

**Compass Bank**  
**24 Greenway Plaza, 14th Floor**  
**Houston, TX 77046-2401**

12/31/2009

**Citibank**  
**1 Sansome Street**  
**26th Floor**  
**San Francisco, CA 94104**

12/31/2009

**20. Inventories**

None

- ☒ a. List the dates of the last two inventories taken of your property, the name of the person who supervised the taking of each inventory, and the dollar amount and basis of each inventory.

None

- ☒ b. List the name and address of the person having possession of the records of each of the inventories reported in a., above.

**21. Current Partners, Officers, Directors and Shareholders**

None

- ☒ a. If the debtor is a partnership, list the nature and percentage of partnership interest of each member of the partnership.

None

- ☒ b. If the debtor is a corporation, list all officers and directors of the corporation, and each stockholder who directly or indirectly owns, controls, or holds 5 percent or more of the voting or equity securities of the corporation.

**22. Former partners, officers, directors and shareholders**

None

- ☒ a. If the debtor is a partnership, list each member who withdrew from the partnership within one year immediately preceding the commencement of this case.

None

- ☒ b. If the debtor is a corporation, list all officers, or directors whose relationship with the corporation terminated within one year immediately preceding the commencement of this case.

**23. Withdrawals from a partnership or distributions by a corporation**

None

- ☒ If the debtor is a partnership or corporation, list all withdrawals or distributions credited or given to an insider, including compensation in any form, bonuses, loans, stock redemptions, options exercised and any other perquisite during one year immediately preceding the commencement of this case.

**24. Tax Consolidation Group**

None

- ☒ If the debtor is a corporation, list the name and federal taxpayer-identification number of the parent corporation of any consolidated group for tax purposes of which the debtor has been a member at any time within six years immediately preceding the commencement of the case.

**25. Pension Funds**

None

- ☒ If the debtor is not an individual, list the name and federal taxpayer-identification number of any pension fund to which the debtor, as an employer, has been responsible for contributing at any time within six years immediately preceding the commencement of the case.

B7 (Official Form 7) (04/10) - Cont.

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

In re: **James D. Noteware**

Case No. **10-41451**  
(if known)

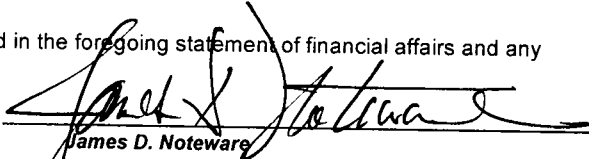
**STATEMENT OF FINANCIAL AFFAIRS**

*Continuation Sheet No. 9*

*[If completed by an individual or individual and spouse]*

I declare under penalty of perjury that I have read the answers contained in the foregoing statement of financial affairs and any attachments thereto and that they are true and correct.

Date 12/30/2010

Signature   
of Debtor **James D. Noteware**

Date 

Signature \_\_\_\_\_  
of Joint Debtor  
(if any)

*Penalty for making a false statement: Fine of up to \$500,000 or imprisonment for up to 5 years, or both.  
18 U.S.C. §§ 152 and 3571*